

Counterpart - E. Williams

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20216
RECORDATION NO. 20216

AUG 2 1996 - 3 05 PM

OF COUNSEL
URBAN A. LESTER

August 1, 1996

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Memorandum of Railcar Lease Agreement, dated as of July 29, 1996, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The First National Bank of Maryland
25 South Charles Street
Baltimore, Maryland 21201

Lessee: Mobil Oil Corporation
3225 Gallows Road
Fairfax, Virginia 22090

A description of the railroad equipment covered by the enclosed document is:

116 MBLX covered hoppers set forth on Exhibit A attached thereto

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BOARD

Mr Vernon A Williams
August 1, 1996
Page 2

Also enclosed is a check in the amount of \$21.00 payable to the order of the
Surface Transportation Board covering the required recordation fee

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W Alvord

RWA/bg
Enclosures

20216

REGISTRATION NO. _____ FILED

AUG 2 1996 -3 05 PM

STATE COMPTROLLER OF COMMISSION

THE FIRST NATIONAL BANK OF MARYLAND

MEMORANDUM OF RAILCAR LEASE AGREEMENT

dated as of July 29, **1996**

between

THE FIRST NATIONAL BANK OF MARYLAND,

as Lessor

and

MOBIL OIL CORPORATION,

as Lessee

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MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of _____, 1996 by and between THE FIRST NATIONAL BANK OF MARYLAND, a national banking association ("Lessor"), and MOBIL OIL CORPORATION, a New York corporation ("Lessee"), with reference to the following:

1. Transportation Equipment, Inc. ("TEI") has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, 116 covered hopper railcars bearing the reporting marks and road numbers indicated on Exhibit A attached hereto, all as more particularly described in that certain Master Rail Car Lease and Service Contract No. L-261-84 dated October 24, 1995 between TEI and Lessee and Riders 34, 35 and 36 thereto (such Riders and the Master Rail Car Lease and Service Contract being hereinafter referred to as the "Lease") therewith.
2. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein
3. TEI has assigned all of its right, title and interest in and to the Lease to NorRail, Inc.
4. NorRail, Inc. has assigned all of its right, title and interest in and to the Lease to Lessor and Lessor is executing this Memorandum of Railcar Lease Agreement as such assignee.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

THE FIRST NATIONAL BANK OF MARYLAND
Lessor

By: Roger Weaver

MOBIL OIL CORPORATION
Lessee

By: _____

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

On this 1st day of August, 1996 before me personally appeared, Roger Weaver, to me personally known, who being by me duly sworn, says that he is a Asst. V.P. of THE FIRST NATIONAL BANK OF MARYLAND, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on Aug 1, 1996 on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.



Mary C. Mead
Notary Public

MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of _____, 1996 by and between THE FIRST NATIONAL BANK OF MARYLAND, a national banking association ("Lessor"), and MOBIL OIL CORPORATION, a New York corporation ("Lessee"), with reference to the following.

1. Transportation Equipment, Inc. ("TEI") has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, 116 covered hopper railcars bearing the reporting marks and road numbers indicated on Exhibit A attached hereto, all as more particularly described in that certain Master Rail Car Lease and Service Contract No. L-261-84 dated October 24, 1995 between TEI and Lessee and Riders 34, 35 and 36 thereto (such Riders and the Master Rail Car Lease and Service Contract being hereinafter referred to as the "Lease"). therewith.
2. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.
3. TEI has assigned all of its right, title and interest in and to the Lease to NorRail, Inc.
4. NorRail, Inc. has assigned all of its right, title and interest in and to the Lease to Lessor and Lessor is executing this Memorandum of Railcar Lease Agreement as such assignee.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

THE FIRST NATIONAL BANK OF MARYLAND
Lessor

By: _____

MOBIL OIL CORPORATION
Lessee

By: Wilson G. Bailey

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

On this 29 day of July, 1996 before me personally appeared, Wilson G. Bailey, to me personally known, who being by me duly sworn, says that he is a Lessee of THE FIRST NATIONAL BANK OF MARYLAND, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on 7/29, 1996 on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Mary F. Tennant
Notary Public

[Notarial Seal]

My commission expires: May 2, 2001

EXHIBIT A

1. MBLX53000	2. MBLX53078	3. MBLX53106	4. MBLX53135
5. MBLX53001	6. MBLX53079	7. MBLX53107	8. MBLX53136
9. MBLX53002	10. MBLX53080	11. MBLX53108	12. MBLX53137
13. MBLX53003	14. MBLX53081	15. MBLX53109	16. MBLX53138
17. MBLX53004	18. MBLX53082	19. MBLX53110	20. MBLX53139
21. MBLX53005	22. MBLX53083	23. MBLX53111	24. MBLX53140
25. MBLX53006	26. MBLX53084	27. MBLX53112	28. MBLX53141
29. MBLX53007	30. MBLX53085	31. MBLX53113	32. MBLX53142
33. MBLX53008	34. MBLX53086	35. MBLX53114	36. MBLX53143
37. MBLX53009	38. MBLX53087	39. MBLX53115	40. MBLX53144
41. MBLX53010	42. MBLX53088	43. MBLX53116	44. MBLX53145
45. MBLX53011	46. MBLX53089	47. MBLX53117	48. MBLX53146
49. MBLX53012	50. MBLX53090	51. MBLX53118	52. MBLX53147
53. MBLX53013	54. MBLX53091	55. MBLX53119	56. MBLX53148
57. MBLX53014	58. MBLX53092	59. MBLX53120	60. MBLX53149
61. MBLX53015	62. MBLX53093	63. MBLX53121	64. MBLX53150
65. MBLX53016	66. MBLX53094	67. MBLX53122	68. MBLX53151
69. MBLX53017	70. MBLX53095	71. MBLX53123	72. MBLX53152
73. MBLX53018	74. MBLX53096	75. MBLX53124	76. MBLX53153
77. MBLX53019	78. MBLX53097	79. MBLX53125	80. MBLX53154
81. MBLX53020	82. MBLX53098	83. MBLX53127	84. MBLX53155
85. MBLX53021	86. MBLX53099	87. MBLX53128	88. MBLX53156
89. MBLX53022	90. MBLX53100	91. MBLX53129	92. MBLX53157
93. MBLX53023	94. MBLX53101	95. MBLX53130	96. MBLX53158
97. MBLX53024	98. MBLX53102	99. MBLX53131	100. MBLX53159
101. MBLX53025	102. MBLX53103	103. MBLX53132	104. MBLX53160
105. MBLX53076	106. MBLX53104	107. MBLX53133	108. MBLX53161
109. MBLX53077	110. MBLX53105	111. MBLX53134	112. MBLX53162
			113. MBLX53163
			114. MBLX53164
			115. MBLX53165
			116. MBLX53166